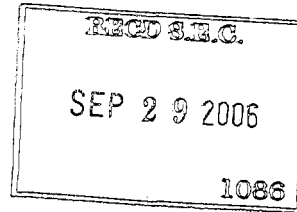




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**NASDAQ**THE NASDAQ STOCK MARKET  
LISTING QUALIFICATIONS DEPARTMENT  
3600 BLACKWELL ROAD  
ROCKVILLE MD 20850Gary Sundick  
Vice President  
Listings/Investigations

1-32992

By Facsimile and First Class Mail

September 29, 2006

Mr. Brian K. Johnson  
Office of Filings and Information Services  
U.S. Securities and Exchange Commission  
100 F Street, N.E.  
Washington, D.C. 20549PROCESSED  
OCT 03 2006  
THOMSON  
FINANCIAL

Dear Mr. Johnson:

This is to certify that on September 7, 2006 The Nasdaq Stock Market (the "Exchange") received from ViewPoint Financial Group (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

Common Stock, \$0.01 par value

We further certify that the security described above has been approved by the Exchange for listing and registration upon official notice of issuance.

We understand that the Registrant is seeking effectiveness of the Form 8-A 12(b) concurrently with effectiveness of its 1933 Act Registration Statement, and we hereby join in such request.

Sincerely,